

# EXHIBIT A

1 UNITED STATES BANKRUPTCY COURT

2 DISTRICT OF DELAWARE

3  
4 In re: :

5 : Chapter 7

6 PREHIRED, LLC, et al., : Case No. 22-11007 (JTD)

7 Debtors. : (Jointly Administered)

8 \_\_\_\_\_:

9  
10 United States Bankruptcy Court

11 824 North Market Street

12 Wilmington, Delaware

13 September 17, 2024

14 11:45 a.m. to 11:51 a.m.

15  
16  
17 \*\*\*Partial transcript of proceedings\*\*\*

18  
19  
20  
21 B E F O R E :

22 HON JOHN T. DORSEY

23 U.S. BANKRUPTCY JUDGE

24  
25 ECRO OPERATOR: JERMAINE COOPER

Page 2

1 HEARING re Motion to Enforce the Final Judgment filed by  
2 Joshua Jordan [D.I. 222; 6/28/2024]

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Transcribed by: Sonya Ledanski Hyde

1 A P P E A R A N C E S :

2

3 N.C. DEPARTMENT OF JUSTICE

4 Attorneys for State of North Carolina

5

6 BY: DANIELLE ALLEN

7

8 WASHINGTON STATE ATTORNEY GENERAL'S OFFICE

9 Attorneys for the State of Washington

10

11 BY: SUSANA CROKE

12 MADELINE DAVIS

13 JULIA DOYLE

14

15 ASHBY & GEDDES, P.A.

16 Attorneys for the Trustee

17

18 BY: DESTINY KOSLOSKE

19 RICARDO PALACIO

20

21 JOSHUA JORDAN, Pro Se Debtor Representative

22

23

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25

1 P R O C E E D I N G S

2 MR. JORDAN: Your Honor, I apologize, Ms. Croke is  
3 correct. I apologize. I am wrong and she was right on this  
4 issue. She moved, the State did move the partial summary  
5 judgment. They just, I got confused because they cited so  
6 many times for the pre-hired entities as being the parties.  
7 But she's right, technically, they didn't include them on  
8 the docket file. So, that is my error.

9 THE COURT: Okay. Anything else?

10 MR. JORDAN: One other item that I would address  
11 is that the Trustee, Mr. Palacio, did make a point that, in  
12 addition to the definition of successor and assign, and  
13 still no point that there were assignments there. They did  
14 have the opportunity to exclude assign and just keep  
15 successors of Prehired as being released parties. But they  
16 didn't, and the State of Washington didn't. So, the plain  
17 language does include me as a released party.

18 And then, one other point I'd just like to make,  
19 Your Honor, is that any attempt by the State of Washington  
20 or the Trustee to now claim that I was not intended to be a  
21 released party, it's just contradicting the plain order of  
22 the document. And I believe it contradicts ... oh my gosh ...  
23 gosh, contra proferentem, where you can't go back and  
24 reinterpret something that self-servers you just because it  
25 now serves a different purpose. I'm sorry if I'm misquoting

1 ... contra ...

2 THE COURT: Contra proferentem. I know what  
3 you're talking about, contra proferentem. I know what  
4 you're talking about.

5 MR. JORDAN: Yes, okay. So, I just would like to  
6 say that this is ... again, I'm a pro se litigant and I feel  
7 like, like if state agencies can just change the definitions  
8 of actual words and say no, that word doesn't actually mean  
9 that, it should mean something else after they benefitted  
10 from it. I'm like, how is a regular guy supposed to just  
11 live his life and help create businesses and churches and  
12 like, I'm just, I'm ... so that's just the way I feel about  
13 this, Your Honor, is like ... I'm trying my best here and I  
14 just feel like it is what it is and the state just doesn't  
15 like it. And the way I look at it is like, they're the  
16 State, like they're big boys and girls. Like, they made a  
17 mistake, okay, like, but you got to stick to what was agreed  
18 and what became an order. And I'll stop there.

19 THE COURT: All right, thank you. All right.  
20 Well, I've read the papers, I've listened to the arguments.  
21 And Mr. Jordan, unfortunately, you have a lot of problems  
22 with your motion.

23 First of all, I agree with the State; it is  
24 procedurally improper. You did not raise this issue with me  
25 prior to the entry of judgment against you in the State of

1 Washington. If you had done so, you could have proceeded my  
2 motion and I could have just told the State you can't  
3 proceed against him if, in fact, I found that you were  
4 released under the terms of the release, but we'll get to  
5 that in a moment.

6 What you're asking me to do now is say, yes, the  
7 State violated the order, they went ahead and got judgment  
8 against you, and now you want me to compel them to take  
9 action in Washington State Court, to undo what they did.  
10 That's a mandatory injunction. That requires an adversary  
11 proceeding. You're also asking for damages, which requires  
12 an adversary proceeding, and you're asking for sanctions,  
13 which requires an adversary proceeding.

14 So, procedurally, your motion is invalid. Even if  
15 we could proceed on the merits of your motion, I find that  
16 it is not ... not a valid request.

17 The, this assignment was not pursued, or was not  
18 disclosed during the bankruptcy proceeding. Mr. Palacio  
19 said he did, they were aware of it, I don't know at what  
20 time they were aware of it. But even if it was, even if  
21 they were, it would have been something that the estate  
22 could have avoided, as either a preference or a fraudulent  
23 conveyance.

24 And even if valid, even if I could consider the  
25 motion, the assignment, I agree with Mr. Palacio and the

1 State of Washington, that this assignment assigns, as is  
2 referred to in the release provision, is not an assignment  
3 of just particular claims; it's an assignment that the  
4 Debtor is transferring all of its assets and liabilities to  
5 another party. You can assign it, you can be a successor by  
6 having a merger and assignment is something different;  
7 you're assigning your assets and liabilities to someone  
8 else. All you did was assign the assets to yourself, not  
9 the liabilities. That is not what was contemplated by the  
10 terms of the release.

11 In addition, the State has indicated, and I agree  
12 with them based on the law of the State of Washington, that  
13 they were pursuing this action against you in your  
14 individual capacity. So, even if you validly assigned, and  
15 you were an assignee of the Debtor's liabilities, which you  
16 are not, but assuming you were, that didn't alleviate you of  
17 your personal liabilities. And individuals can be held  
18 liable -- corporate officers, directors, managing agents,  
19 can be held liable -- for the actions taken during their  
20 work for a corporation. You did ... to have a release under  
21 this provision of the plan, it would have had to include a  
22 release for officers, directors and managing agents, and the  
23 release does not do so. It only released the Debtors, and  
24 the Debtors only, so you still have your personal liability  
25 to the State of Washington.



1           So, for all of those reasons, I find that the  
2 motion is procedurally improper in the first instance, and  
3 two, even if it isn't, it is not a valid motion, and I find,  
4 I'm going to sustain the objection of the State of  
5 Washington, and deny your motion.

6           Any questions?

7           MR. JORDAN: No, Your Honor. I understand.

8           THE COURT: The State of Washington, any  
9 questions?

10          MS. CROKE: No questions, Your Honor.

11          THE COURT: Thank you. Anything else for today?  
12 I think that was all we had on the agenda. All right, thank  
13 you all very much. We are adjourned.

14          MS. CROKE: Thank you.

15          (Whereupon these proceedings were concluded at  
16 11:52 AM)

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Page 9

I N D E X

RULINGS

Page

Line

Motion Denied

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C E R T I F I C A T I O N

I, Sonya Ledanski Hyde, certified that the foregoing  
transcript is a true and accurate record of the proceedings.



Sonya Ledanski Hyde

Veritext Legal Solutions

330 Old Country Road

Suite 300

Mineola, NY 11501

Date: October 25, 2024

[&amp; - debtors]

Page 1

<b>&amp;</b>	<b>actual</b> 5:8	<b>assignments</b>	<b>concluded</b> 8:15
<b>&amp;</b> 3:15	<b>actually</b> 5:8	4:13	<b>confused</b> 4:5
<b>1</b>	<b>addition</b> 4:12	<b>assigns</b> 7:1	<b>consider</b> 6:24
<b>11501</b> 10:23	7:11	<b>assuming</b> 7:16	<b>contemplated</b>
<b>11:45</b> 1:14	<b>address</b> 4:10	<b>attempt</b> 4:19	7:9
<b>11:51</b> 1:14	<b>adjourned</b>	<b>attorney</b> 3:8	<b>contra</b> 4:23 5:1
<b>11:52</b> 8:16	8:13	<b>attorneys</b> 3:4,9	5:2,3
<b>12151</b> 10:6	<b>administered</b>	3:16	<b>contradicting</b>
<b>17</b> 1:13	1:7	<b>avoided</b> 6:22	4:21
<b>2</b>	<b>adversary</b> 6:10	<b>aware</b> 6:19,20	<b>contradicts</b>
	6:12,13	<b>b</b>	4:22
<b>2024</b> 1:13	<b>agencies</b> 5:7	<b>b</b> 1:21	<b>conveyance</b>
10:25	<b>agenda</b> 8:12	<b>back</b> 4:23	6:23
<b>22-11007</b> 1:6	<b>agents</b> 7:18,22	<b>bankruptcy</b>	<b>cooper</b> 1:25
<b>222</b> 2:2	<b>agree</b> 5:23 6:25	1:1,10,23 6:18	<b>corporate</b> 7:18
<b>25</b> 10:25	7:11	<b>based</b> 7:12	<b>corporation</b>
<b>3</b>	<b>agreed</b> 5:17	<b>believe</b> 4:22	7:20
<b>300</b> 10:22	<b>ahead</b> 6:7	<b>benefitted</b> 5:9	<b>correct</b> 4:3
<b>330</b> 10:21	<b>al</b> 1:6	<b>best</b> 5:13	<b>country</b> 10:21
<b>5</b>	<b>allen</b> 3:6	<b>big</b> 5:16	<b>court</b> 1:1,10
<b>5</b> 9:6	<b>alleviate</b> 7:16	<b>boys</b> 5:16	4:9 5:2,19 6:9
<b>6</b>	<b>apologize</b> 4:2,3	<b>businesses</b> 5:11	8:8,11
<b>6/28/2024</b> 2:2	<b>arguments</b>	<b>c</b>	<b>create</b> 5:11
<b>7</b>	5:20	<b>c</b> 3:1 4:1 10:1,1	<b>croke</b> 3:11 4:2
<b>7</b> 1:5	<b>ashby</b> 3:15	<b>capacity</b> 7:14	8:10,14
<b>8</b>	<b>asking</b> 6:6,11	<b>carolina</b> 3:4	<b>d</b>
<b>8</b> 9:6	6:12	<b>case</b> 1:6	<b>d</b> 4:1 9:1
<b>824</b> 1:11	<b>assets</b> 7:4,7,8	<b>certified</b> 10:3	<b>d.i.</b> 2:2
<b>a</b>	<b>assign</b> 4:12,14	<b>change</b> 5:7	<b>damages</b> 6:11
<b>a.m.</b> 1:14,14	7:5,8	<b>chapter</b> 1:5	<b>danielle</b> 3:6
<b>accurate</b> 10:4	<b>assigned</b> 7:14	<b>churches</b> 5:11	<b>date</b> 10:25
<b>action</b> 6:9 7:13	<b>assignee</b> 7:15	<b>cited</b> 4:5	<b>davis</b> 3:12
<b>actions</b> 7:19	<b>assigning</b> 7:7	<b>claim</b> 4:20	<b>debtor</b> 3:21 7:4
	<b>assignment</b>	<b>claims</b> 7:3	<b>debtor's</b> 7:15
	6:17,25 7:1,2,3	<b>compel</b> 6:8	<b>debtors</b> 1:7
	7:6		7:23,24

[definition - n]

Page 2

<b>definition</b> 4:12	<b>file</b> 4:8	<b>individuals</b>	<b>liability</b> 7:24
<b>definitions</b> 5:7	<b>filed</b> 2:1	7:17	<b>liable</b> 7:18,19
<b>delaware</b> 1:2	<b>final</b> 2:1	<b>injunction</b> 6:10	<b>life</b> 5:11
1:12	<b>find</b> 6:15 8:1,3	<b>instance</b> 8:2	<b>line</b> 9:4
<b>denied</b> 9:6	<b>first</b> 5:23 8:2	<b>intended</b> 4:20	<b>listened</b> 5:20
<b>deny</b> 8:5	<b>foregoing</b> 10:3	<b>invalid</b> 6:14	<b>litigant</b> 5:6
<b>department</b>	<b>found</b> 6:3	<b>issue</b> 4:4 5:24	<b>live</b> 5:11
3:3	<b>fraudulent</b>	<b>item</b> 4:10	<b>llc</b> 1:6
<b>destiny</b> 3:18	6:22	<b>j</b>	<b>look</b> 5:15
<b>different</b> 4:25	<b>g</b>	<b>jermaine</b> 1:25	<b>lot</b> 5:21
7:6	<b>g</b> 4:1	<b>john</b> 1:22	<b>m</b>
<b>directors</b> 7:18	<b>geddes</b> 3:15	<b>jointly</b> 1:7	<b>made</b> 5:16
7:22	<b>general's</b> 3:8	<b>jordan</b> 2:2	<b>madeline</b> 3:12
<b>disclosed</b> 6:18	<b>girls</b> 5:16	3:21 4:2,10 5:5	<b>make</b> 4:11,18
<b>district</b> 1:2	<b>go</b> 4:23	5:21 8:7	<b>managing</b> 7:18
<b>docket</b> 4:8	<b>going</b> 8:4	<b>joshua</b> 2:2 3:21	7:22
<b>document</b> 4:22	<b>gosh</b> 4:22,23	<b>jtd</b> 1:6	<b>mandatory</b>
<b>dorsey</b> 1:22	<b>guy</b> 5:10	<b>judge</b> 1:23	6:10
<b>doyle</b> 3:13	<b>h</b>	<b>judgment</b> 2:1	<b>market</b> 1:11
<b>e</b>	<b>hearing</b> 2:1	4:5 5:25 6:7	<b>mean</b> 5:8,9
<b>e</b> 1:21,21 3:1,1	<b>held</b> 7:17,19	<b>julia</b> 3:13	<b>merger</b> 7:6
4:1,1 9:1 10:1	<b>help</b> 5:11	<b>justice</b> 3:3	<b>merits</b> 6:15
<b>ecro</b> 1:25	<b>hired</b> 4:6	<b>k</b>	<b>mineola</b> 10:23
<b>either</b> 6:22	<b>hon</b> 1:22	<b>keep</b> 4:14	<b>misquoting</b>
<b>enforce</b> 2:1	<b>honor</b> 4:2,19	<b>know</b> 5:2,3	4:25
<b>entities</b> 4:6	5:13 8:7,10	6:19	<b>mistake</b> 5:17
<b>entry</b> 5:25	<b>hyde</b> 2:25 10:3	<b>kosloske</b> 3:18	<b>moment</b> 6:5
<b>error</b> 4:8	10:8	<b>l</b>	<b>motion</b> 2:1
<b>estate</b> 6:21	<b>i</b>	<b>language</b> 4:17	5:22 6:2,14,15
<b>et</b> 1:6	<b>improper</b> 5:24	<b>law</b> 7:12	6:25 8:2,3,5
<b>exclude</b> 4:14	8:2	<b>ledanski</b> 2:25	9:6
<b>f</b>	<b>include</b> 4:7,17	10:3,8	<b>move</b> 4:4
<b>f</b> 1:21 10:1	7:21	<b>legal</b> 10:20	<b>moved</b> 4:4
<b>fact</b> 6:3	<b>indicated</b> 7:11	<b>liabilities</b> 7:4,7	<b>n</b>
<b>feel</b> 5:6,12,14	<b>individual</b> 7:14	7:9,15,17	<b>n</b> 3:1 4:1 9:1
			10:1

[n.c. - trustee]

Page 3

<b>n.c.</b> 3:3	<b>point</b> 4:11,13	<b>referred</b> 7:2	7:12,25 8:4,8
<b>north</b> 1:11 3:4	4:18	<b>regular</b> 5:10	<b>states</b> 1:1,10
<b>ny</b> 10:23	<b>pre</b> 4:6	<b>reinterpret</b>	<b>stick</b> 5:17
<b>o</b>	<b>preference</b>	4:24	<b>stop</b> 5:18
<b>o</b> 1:21 4:1 10:1	6:22	<b>release</b> 6:4 7:2	<b>street</b> 1:11
<b>objection</b> 8:4	<b>prehired</b> 1:6	7:10,20,22,23	<b>successor</b> 4:12
<b>october</b> 10:25	4:15	<b>released</b> 4:15	7:5
<b>office</b> 3:8	<b>prior</b> 5:25	4:17,21 6:4	<b>successors</b> 4:15
<b>officers</b> 7:18	<b>pro</b> 3:21 5:6	7:23	<b>suite</b> 10:22
7:22	<b>problems</b> 5:21	<b>representative</b>	<b>summary</b> 4:4
<b>oh</b> 4:22	<b>procedurally</b>	3:21	<b>supposed</b> 5:10
<b>okay</b> 4:9 5:5,17	5:24 6:14 8:2	<b>request</b> 6:16	<b>susana</b> 3:11
<b>old</b> 10:21	<b>proceed</b> 6:3,15	<b>requires</b> 6:10	<b>sustain</b> 8:4
<b>operator</b> 1:25	<b>proceeded</b> 6:1	6:11,13	<b>t</b>
<b>opportunity</b>	<b>proceeding</b>	<b>ricardo</b> 3:19	<b>t</b> 1:22 10:1,1
4:14	6:11,12,13,18	<b>right</b> 4:3,7 5:19	<b>take</b> 6:8
<b>order</b> 4:21	<b>proceedings</b>	5:19 8:12	<b>taken</b> 7:19
5:18 6:7	1:17 8:15 10:4	<b>road</b> 10:21	<b>talking</b> 5:3,4
<b>p</b>	<b>proferentem</b>	<b>rulings</b> 9:3	<b>technically</b> 4:7
<b>p</b> 3:1,1 4:1	4:23 5:2,3	<b>s</b>	<b>terms</b> 6:4 7:10
<b>p.a.</b> 3:15	<b>provision</b> 7:2	<b>s</b> 3:1 4:1	<b>thank</b> 5:19
<b>page</b> 9:4	7:21	<b>sanctions</b> 6:12	8:11,12,14
<b>palacio</b> 3:19	<b>purpose</b> 4:25	<b>se</b> 3:21 5:6	<b>think</b> 8:12
4:11 6:18,25	<b>pursued</b> 6:17	<b>self</b> 4:24	<b>time</b> 6:20
<b>papers</b> 5:20	<b>pursuing</b> 7:13	<b>september</b>	<b>times</b> 4:6
<b>partial</b> 1:17	<b>q</b>	1:13	<b>today</b> 8:11
4:4	<b>questions</b> 8:6,9	<b>servers</b> 4:24	<b>told</b> 6:2
<b>particular</b> 7:3	8:10	<b>serves</b> 4:25	<b>transcribed</b>
<b>parties</b> 4:6,15	<b>r</b>	<b>signature</b> 10:6	2:25
<b>party</b> 4:17,21	<b>r</b> 1:21 3:1 4:1	<b>solutions</b> 10:20	<b>transcript</b> 1:17
7:5	10:1	<b>sonya</b> 2:25	10:4
<b>personal</b> 7:17	<b>raise</b> 5:24	10:3,8	<b>transferring</b>
7:24	<b>read</b> 5:20	<b>sorry</b> 4:25	7:4
<b>plain</b> 4:16,21	<b>reasons</b> 8:1	<b>state</b> 3:4,8,9	<b>true</b> 10:4
<b>plan</b> 7:21	<b>record</b> 10:4	4:4,16,19 5:7	<b>trustee</b> 3:16
		5:14,16,23,25	4:11,20
		6:2,7,9 7:1,11	

**[trying - x]**

Page 4

<b>trying</b> 5:13 <b>two</b> 8:3
<b>u</b>
<b>u.s.</b> 1:23 <b>under</b> 6:4 7:20 <b>understand</b> 8:7 <b>undo</b> 6:9 <b>unfortunately</b> 5:21 <b>united</b> 1:1,10
<b>v</b>
<b>valid</b> 6:16,24 8:3 <b>validly</b> 7:14 <b>veritext</b> 10:20 <b>violated</b> 6:7
<b>w</b>
<b>want</b> 6:8 <b>washington</b> 3:8 3:9 4:16,19 6:1 6:9 7:1,12,25 8:5,8 <b>way</b> 5:12,15 <b>went</b> 6:7 <b>wilmington</b> 1:12 <b>word</b> 5:8 <b>words</b> 5:8 <b>work</b> 7:20 <b>wrong</b> 4:3
<b>x</b>
<b>x</b> 9:1